

EXHIBIT D

AGREEMENT

This Agreement (this "Agreement") is made as of April 11, 2020 ("Effective Date") between Sunomix Therapeutics, Inc. ("Sunomix"), located at JLABS, 3210 Merryfield Row, San Diego, CA 92121 and Alpha-O Peptides located at Lörracherstrasse 50, 4125 Riehen, Switzerland ("AOP").

Whereas:

Alpha-O owns valuable technology, intellectual property (US8575110, US8546337, EP2766386A1, EP2766386A1, EP17157687.9) and proprietary information related to the design, construction, and bio-production of self-assembling protein nanoparticles (SAPNs).

For this COVID-19 project, Sunomix and AOP will work in partnership to raise funds to be able to start a phase I clinical trial at the earliest possible date. To this aim, about eight to ten million USD should be raised in funds. The funds will be distributed according to needs between all involved parties.

Sunomix will make best efforts to raise funds to support this COVID-19 vaccine development. For a time period of 14 days, AOP grants Sunomix exclusive rights for a COVID-19 vaccine to above patents for the whole world except for Switzerland. If during this time period of 14 days Sunomix is making convincing progress in raising sufficient funds as deemed by AOP, then this time period will be extended by another 14 days. If not sufficient progress is made, then all patent rights shall return to AOP.

If at some point a profit is made from this project the profit will be shared between Sunomix and AOP as follows:

If the funds are raised by Sunomix, Sunomix will receive 50% of the profit and AOP will receive 50% of the profit.

If the funds are raised by AOP, Sunomix will receive 40% of the profit and AOP will receive 60% of the profit.

IN WITNESS THEREOF, Alpha-O and Sunomix have caused this Agreement to be executed in duplicate by their respective authorized representatives.

Sunomix Therapeutics
By:



Name: Mohammed Bouziane
Title: CEO
Date: April 11, 2020

Alpha-O Peptides AG
By:



Name: Peter Burkhard
Title: CEO
Date: April 11, 2020

AGREEMENT

This Agreement (this "Agreement") is made as of April 22, 2020 ("Effective Date") between Sunomix Therapeutics, Inc. ("Sunomix"), located at JLABS, 3210 Merryfield Row, San Diego, CA 92121 and Alpha-O Peptides located at Lörracherstrasse 50, 4125 Riehen, Switzerland ("AOP").

Whereas:

Alpha-O owns valuable technology, intellectual property (US8575110, US8546337, EP2766386A1, EP2766386A1, EP17157687.9) and proprietary information related to the design, construction, and bio-production of self-assembling protein nanoparticles (SAPNs).

For this COVID-19 project, Sunomix and AOP will work in partnership to raise funds to be able to start a phase I clinical trial at the earliest possible date. To this aim, about eight to ten million USD should be raised in funds. The funds will be distributed according to needs between all involved parties.

Sunomix will make best efforts to raise funds to support this COVID-19 vaccine development. For a time period of 4 weeks, AOP grants Sunomix exclusive rights for a COVID-19 vaccine to above patents for the United States of America, with the option to obtain a license for more countries. If during this time period of 4 weeks Sunomix is making convincing progress in raising sufficient funds as deemed by AOP, then this time period will be extended by another 4 weeks. If Sunomix raise the funds to be able to start a phase I clinical trial, Sunomix exclusive rights for a COVID-19 vaccine to above patents for the United States of America will become valid in the US until the expiration date of all the patents. If not sufficient progress is made, then all patent rights shall return to AOP.

If at some point a profit is made from this project the profit will be shared between Sunomix and AOP as follows:

If the funds are raised by Sunomix, Sunomix will receive 50% of the profit and AOP will receive 50% of the profit.

If the funds are raised by AOP, Sunomix will receive 40% of the profit and AOP will receive 60% of the profit.

IN WITNESS THEREOF, Alpha-O and Sunomix have caused this Agreement to be executed in duplicate by their respective authorized representatives.

Sunomix Therapeutics
By:

Name: Mohammed Bouziane
Title: CEO
Date: April 22, 2020

Alpha-O Peptides AG
By:



Name: Peter Burkhard
Title: CEO
Date: April 22, 2020